

Incorporating any amendments approved at subsequent Board meetings

The University of Dublin

Trinity College

Minutes of Board Meeting, 30 May 2012

Present Provost (Dr P J Prendergast), Vice-Provost/Chief Academic Officer (Professor L Hogan), Senior Lecturer (Professor P Geoghegan), Registrar (Professor S P A Allwright), Bursar (Professor D Lloyd), Mr R Bartlett, Professor S D C Barrett, Ms R Barry, Professor M Bouroche, Professor M A Coffey, Mr F Cowzer, Professor W J Dowling, Mr J Gallagher, Professor H Gibbons, Professor R Gilligan, Professor J F McGilp, Professor N Marples, Ms L Miller, Ms M O'Connor, Professor C O'Farrelly, Professor E J O'Halpin, Professor D O'Neill, Professor H J Rice, Professor D M Singleton.

Apologies Dr O Braiden, Dr K J McGinley, Ms N Murray.

In attendance Ms S Mac Bride.

(ex officio) Secretary to the College, Treasurer.

(by invitation) Chief Operating Officer, Vice-Provost for Global Relations.

Mr Brian Rooney, Visiting Research Assistant (for BD/11-12/263)
Mr Nick Sparrow, Director of Trinity Foundation (for BD/11-12/263)
Mr P Naughton, the FIS Project Manager (for BD/11-12/264)
Professor E O'Dell (for BD/11-12/265)
Mr M Gleeson (for BD/11-12/266)

BD/11-12/257 Minutes

The minutes of the meeting held on 2 May 2012 were approved and signed subject to one amendment:

BD/11-12/233 Report on Administrative Review - START - 3rd Taskforce Report to Board The following sentence was inserted after the first sentence of paragraph (xii), page 6: 'Notwithstanding any future changes in committee structures, the Board noted the importance of maintaining procedures to consult with the users of College services.'

BD/11-12/258 Matters Arising

A number of matters arising from the minutes were discussed and have been recorded below, (see minutes BD/11-12/259, 260, 261 below).

BD/11-12/259 C&AG Special Report (see minute BD/11-12/230 of 2 May 2012)

The Provost advised Board that following the appearance of several articles in national newspapers on the salaries of those administrative hospital staff who have been recruited by the College, he is planning to request a report from the Head of School of Medicine on the contractual relationships with the College of those involved. The Provost further advised Board that he is satisfied that the correct procedure for approving these posts and related salaries was followed by the College but in response to concerns he noted that the need for specific reporting on exceptional items (financial and other) would be addressed. The Board also noted that the Audit Committee will report on the matter in due course.

In response to a query, the Provost advised Board that the College is still in negotiation with the HEA in relation to what the HEA has determined are "unauthorized allowances" for certain categories of posts in the College.

BD/11-12/260 Risk - Redundancy Issues (see minute BD/11-12/234 of 2 May 2012)

In response to a query and noting concerns about the College's reputation as a good employer, the Provost advised Board that the College is in discussion with the Department of Education and Skills in relation to the recent Labour Court Recommendation to reinstate three staff members who had held Contracts of Indefinite Duration for which the funding had ceased and who had been made redundant in accordance with the College's established practices.

BD/11-12/261 Clarification regarding Consultant Titles (see minute BD/11-12/202 of 28 March 2012)

The Board approved the proposal that the new academic titles should apply to those staff in the School of Medicine and Faculty of Health Sciences who hold an academic clinical position. The Board noted that proposals on the listing of academic titles in the College Calendar will be presented to the next Board meeting.

BD/11-12/262 Provost's Report

The Provost provided Board with an update on the following issues:

(i) HEA Landscape Document

The Board noted that the College would be in a position to submit their proposals to the HEA by end of July.

(ii) University Governance

The Board noted that the IUA has issued a reply to the Minister for Education & Skills on the issue of university governance in Ireland and a copy of which would be circulated to Board and Council members.

BD/11-12/263 Global Relations

The Vice-Provost for Global Relations, invited Board's attention to a memorandum, dated 30 May 2012, which had been circulated. She advised Board that on 7 December 2011 (minute BD/11-12/102 refers), the Board approved a high level strategy for Global Relations and requested the preparation of a business plan with clear goals and KPIs.

The Board noted the following aspects of the business plan:

(i) **Consultation**

The Vice-Provost for Global Relations advised Board that in order for the College to be considered Ireland's university on the world stage and one of global consequence it is necessary to employ a high level strategy and a robust business plan to achieve this goal. In order to inform this process the Board noted that international benchmarking exercises such as InCITE/Thomson Reuters and the International Student Barometer had been considered. The Board also noted that extensive consultation had taken place across the College community with Heads of Schools, Student Services, Staff, Students and alumni and also on an international level taking into account best practice in India, China and North America.

(ii) **Deliverables**

The Board noted that given the number of Trinity alumni there is scope to increase the level of alumni-giving as well as endeavouring to increase fundraising by 50%. The Vice-Provost for Global Relations advised Board that in order to achieve these aims it will be necessary to increase student mobility by 100% and increase the number of non-EU registered undergraduates and postgraduates. The Board noted that, at present, a significant number of students take part in student-exchange and internship programmes within Europe. It is hoped that this activity can be expanded to include universities in North America such as Harvard and Yale. The Board also noted that the College is advantageously placed to increase its number of non-EU students. Efforts are being made in North America and with a number of High Schools in India to attract undergraduate students and in Brazil, the Middle East, Singapore and Malaysia to attract postgraduate students.

(iii) **Resources**

The Vice-Provost for Global Relations advised Board that in order to achieve the aims of Strategy it will be necessary to make 32 additional non-exchequer appointments in the areas of student recruitment, marketing, advertising, social media and alumni relations.

In response to a query on the number of these posts dedicated to student services, the Vice-Provost for Global Relation advised Board that proposals presented were based on submissions from the relevant areas.

(iv) **Finance**

The Board noted that the business plan will be supported by a self-financing model noting that this will require a change to the current incentivisation model and that an upfront investment of €3 million will be required, which is expected will be paid back to the College in approximately two years. The Vice-Provost for Global Relations advised Board that it is also expected that by 2016/2017 significant additional funds will be available to the College, 40% of which will be returned to the Schools via the annual budgetary cycle in accordance with the agreed baseline of international students. A portion of these funds will go towards funding additional staff. Noting that this is a divergence from the current model, she further advised that the remaining 60% will go to central College fund, a fixed amount of which will go towards student support services. The Board noted that the capital costs for the plan

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include the rededication of space, a client management system and the establishment of a Global Room, noting that further capital costs such as additional student accommodation and the provision of campus-wide wireless internet access have not been included in the current budget. The Vice-Provost for Global Relations invited Board's attention to the projected income to the College from the strategy until a steady state is reached in 2016/2017.

In the course of a discussion, the Board noted a number of comments from Board members, including that:

- (a) the exact percentage of the 60% allocation to College which will be dedicated to student support services should be explicitly agreed and the extra demand that will be placed on the services calculated at this point;
- (b) it is well established that international students place a higher demand on student support services and therefore additional funding and additional staff will be required to accommodate the expected increased numbers;
- (c) investment in student support services should happen before the arrival of increased numbers of international student to avoid the College's reputation being damaged by students having an unfavourable student experience and recounting this to other potential students in their home countries;
- (d) the cost of providing additional student accommodation and providing campus-wide wireless internet access should be factored into the budget at this stage; it was noted that an annual contribution towards the running costs of the campus-wide wireless internet access of €140k had been provided for in the proposed budget;
- (e) due to the increased reliance which international students place on their Tutors there is an urgency in resolving the issue of financial support for Tutors noting that discussions are on-going with the Department of Education & Skills and that contingency plans are being developed to ensure the continuity of the Scheme;
- (f) the strategy's financial and student projections should be externally reviewed and an advisory board established;
- (g) the College should be mindful of its contractual relationships with private pre-university education providers and their ability to deliver on their contractual obligations to recruit international students.

In response to the comments raised, the Bursar and the Treasurer clarified that the allocation for student support services will be made through the annual budgetary cycle and in that context all areas will have an opportunity to set out their needs. The Board noted that the current capital costs represent the immediate needs of the project and that assurances have been provided that additional student accommodation will be available to international undergraduate students. The Vice-Provost for Global Relations advised Board that the business plan includes input from an external expert and that the College's relationships with all private pre-university education providers is being monitored closely, noting that this is not a service the College should consider providing itself.

(v) **Benefits to the College**

The Vice-Provost for Global Relations invited Board's attention to the potential financial, political, reputational and educational benefits to the College including increased recognition as a market leader in education both domestically and internationally, noting the possibility of State investment in the project. In response to a query, the Vice-Provost for Global Relations advised Board that consideration of the ethical issues involved in forming alliances with international institutions has been included in the high level policy for Global Relation and that a detailed policy on the matter will be developed in due course. The Board noted comments including that when the opportunity arises, internationally recognisable figures should be appointed to senior positions in College, that additional finances should be made available for advertising and that the government could be approached to discuss providing certain incentives for international students who choose to study in Ireland.

Mr Sparrow, Director of Trinity Foundation advised Board that he was encouraged by the level of support for the project shown by the Board noting the College's concerns in relation to the increased reliance on student support service areas. He also advised Board that should an advisory board for the project be established it could be supported by Trinity Foundation.

In conclusion, Vice-Provost for Global Relations thanked the Planning Group, the Treasurer's Office, Trinity Foundation, the Bursar, the Student Representatives, Student Support Services and Mr Rooney for their contribution to the preparation of the business plan.

The Board, noting the comments made by Board members, approved the business plan as presented and agreed that the appropriate allocation for student services will be considered by the Student Services Committee in the context of the START implementation and/or the annual budgetary cycle. The Board also agreed that the Vice-Provost for Global Relations will report to Board quarterly on the progress of the plan.

BD/11-12/264 Financial Information System - Business case

The Treasurer invited Board's attention to a memorandum from him and the FIS Project Manager, dated May 2012, which had been circulated. He advised Board that the proposal had been considered by Executive Officers on 21 May 2012 and is due to be considered by the Finance Committee on 13 June 2012.

Mr Naughton, the FIS Project Manager, present by invitation, invited Board's attention to the proposal by way of presentation. He advised Board that since November 2010 the Project Group had defined the College's requirements, initiated the selection process for a supplier and completed the solution evaluations. The Board noted that there were significant short-comings in the current system and that the solution is intended to provide a more compliant environment to facilitate improved integrated reporting. The Board noted that the proposed solution is deployed globally across leading universities, and that the provider has considerable experience in the UK and an excellent understanding of the College's requirements. Mr Naughton advised Board of the detailed components of the proposed solution, its projected costs and the benefits it will bring to the College.

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In response to queries raised by Board members, the Treasurer and Mr Naughton clarified a number of issues, including that:

- (i) as the proposed solution is intended to reduce the level of manual input that the current system requires, it is possible that a significant number of posts may be redeployed to alternative duties in consultation with Human Resources and in accordance with the Croke Park Agreement;
- (ii) the Project Group is confident that the level of contingency funding proposed is appropriate given the detailed nature of the project specification and the fact that the majority of the costs are fixed;
- (iii) there are strong management processes in place to monitor the performance of the solution provider, which together with an agreed implementation plan will result in the project's review and reporting processes ensuring its success;
- (iv) the proposed solution will operate in conjunction with other College systems such as SITS and Core;
- (v) the proposed solution will reduce the risks to the College posed by the current system as previously identified by the Audit Committee.

The Board noted the presentation by the Treasurer and Mr Naughton, noting that the matter will be presented to Board for final approval at a later date following consideration by the Finance Committee.

The Provost thanked the Treasurer and Mr Naughton.

BD/11-12/265 Statutes - External Relations and Officers (see Actum CL/11-12/171 of 16 May 2012)

The Registrar invited Board's attention to a memorandum, dated 9 May 2012, which had been circulated, noting that this item is part of the continuing work to complete the Schedules in the 2010 Consolidated Statutes. She advised Board that the proposals refer to the Schedule on Officers and the Schedule on External Relations and also provide a context in which to respond to the Visitors' decision that the Board is not enabled to create a second Vice-Provost or to delegate its external relations powers.

The Registrar advised Board of the following proposals:

- (i) **Statutory Amendments**
The Board noted that existing statutory provisions allow for the External Relations powers to be exercised by Board, Council, the Provost and the Annual Statutory Officers. The Registrar advised Board that the proposed amendment would allow External Relations powers also to be exercised by an office-holder established in the draft Schedule 3 on External Relations.
- (ii) **Schedule relating to External Relations**
The Board noted that the proposed amendments provide an opportunity to translate Trinity titles into titles which are more easily recognisable internationally. The Provost advised Board that the proposals on titles are an essential modernising step which would bring Trinity into line with international practice. It is proposed that when representing the College abroad the title will be Provost and President. Similarly for the purposes of international relations the Vice-Provost may also be described as the Vice-Provost and Deputy President and the Dean of Research may also be described

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as Dean and Vice-President for Research. The proposed Schedule 3 of the Chapter on Board states that the Provost may nominate a Head of Global Relations for appointment by Board and that for international relations the Head of Global Relations may be described as Vice-President for Global Relations.

(iii) **Schedule relating to Officers**

The Registrar advised Board that the Schedule for the Chapter on Officers proposes that in exercising functions relating to undergraduate students, the Senior Lecturer may also be described as the Dean of Undergraduate Studies. The Board noted that the proposed schedule also gives effect to the decisions of Board in relation to Officers and their functions made over the past two years.

In the course of a discussion, the Registrar and Professor O'Dell, present by invitation, clarified a number of issues including that:

- (i) the title of Vice-Provost for Medical Affairs will cease to be used once the current holder vacates his post at the end of June 2012;
- (ii) the Vice-Provost/Chief Academic Officer is capable of deputising for the Provost;
- (iii) the proposed title clause for the Dean of Research is not intended to be extended to other titles which include the word Dean;
- (iv) the proposed additional titles are intended for use internationally while the Statutory titles will be used for College business.

Noting that the proposals had been approved by Council on 16 May 2012, the Board:

- (i) approved the amendments to the Statutes and related schedules including the introduction of a new Schedule 1 relating to Officers;
- (ii) agreed to seek the assent of the Fellows and the Approval of the Visitors for the proposed amendments to section 10 on the Chapter on the Board and Section 8 on the Chapter on Officers of the 2010 Consolidated Statutes.

BD/11-12/266 Loyola Institute of Catholic Theology.

The Registrar invited Board's attention to a memorandum from her and Mr Gleeson, dated 9 May 2012, which had been circulated. Noting that the Board had approved the Heads of Agreement on 1 June 2011 (minute BD/10-11/226 refers), she advised Board that subject to a small number of amendments, which she presented in detail, the proposed document is the final legal agreement establishing the Institute.

The Provost advised Board that in addition, discussions were underway with the Congregations on possible mechanisms to fund a Chair in Theology which will be of benefit to the Institute in its formative years.

In the course of a discussion, Mr Gleeson, present by invitation, the Registrar and the Secretary clarified a number of issues raised by Board members, including that:

- (i) all appointments to the Institute will be new appointments and will be made in accordance with College policy;

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- (ii) the Endowment Fund is under the control of the Congregations and will only be used for the purposes of the Institute;
- (iii) the Endowment Fund must be administered in accordance with the terms and conditions of the Trust Deed which is incapable of being amended other than by Court Order;
- (iv) the projected costs have been reviewed by appropriate experts who are satisfied that the stated rate of inflation of the projected building costs is adequate;
- (v) it is agreed that the Institute will be housed on the historic campus site but that sites adjacent to the campus may also be considered;
- (vi) the College is making provision to house the Institute within its existing buildings until a new building can be constructed;
- (vii) the agreement acknowledges the importance of academic freedom and the curriculum for the course in the Moderatorship in Catholic Theological Studies which has been approved by Council.

The Board approved the Agreement as presented subject to:

- (i) drafting amendments proposed by the Registrar;
- (ii) the satisfactory completion of due diligence of the Trust Deed;
- (iii) approval by the Finance Committee.

The Board noted the dissent of Professor Barrett.

BD/11-12/267 Governance Statement to HEA

The Secretary invited Board's attention to a memorandum, dated 21 May 2012, which had been circulated presenting the proposed Annual Governance Statement incorporating the Statement of Internal Control for 2010/2011. Noting the revisions in the Statement to conform to the forthcoming revised sectoral Code of Governance, the Board approved the Statement as presented and agreed that it be sent by the Provost to the HEA on its behalf.

BD/11-12/268 Annual Office

The Board approved the Annual Officers for the academic year 2012/2013 as presented by the Provost.

BD/11-12/269 Results of Self Evaluation of the Board

The Secretary invited Board's attention to a memorandum from the Assistant Internal Auditor, dated 21 May 2012, which had been circulated. Noting that 55% of Board members had taken part in the evaluation, she advised Board that she will present proposals at the next meeting of Board to address concerns identified in the report.

In response to a query, the Secretary confirmed that matters brought to Board for consideration through the minutes of Principal Committees in Section B were substantive issues and were open for discussion by Board members should they so wish.

BD/11-12/270 University Council

The Board confirmed the Acta of the University Council from its meeting held on 16 May 2012 subject to further comments covering CL/11-12/170(i), 171, 178, 185 and 186 noting in particular:

CL/11-12/170 (i) Moderatorship in Catholic Theological Studies

The Board noted that it is intended that the first intake of students for this course will commence their studies in September 2013.

CL/11-12/178 Research Committee

In response to a query, the Vice-Provost/Chief Academic Officer clarified that the issue of appropriate research metrics is still under consideration.

BD/11-12/271 Honorary Degrees

Under Other Business, the Board approved the nomination for an honorary degree as presented by the Registrar.

SECTION B**BD/11-12/272 College Safety Committee**

The Board noted, and where a decision was required, approved proposals in the draft minutes of the College Safety Committee from its meeting of 24 February 2012.

BD/11-12/273 Finance Committee

The Board noted, and where a decision was required, approved proposals in the draft minutes of the Finance Committee from its meetings of 23 March 2012 and 16 May 2012, noting in particular:

FIN/11-12/71 US GAAP Financial Statements

The Board agreed to the preparation of the College Accounts in accordance with U.S. GAAP procedures.

FIN/11-12/79 Review of Hospitality and Entertainment and Travel Policy

The Board approved the amendment to the Hospitality and Entertainment Policy and the Travel Policy as presented. In response to a query, the Secretary confirmed that the terms of these policies conform to the sectoral norms.

FIN/11-12/80 Student Contribution

The Board also approved the proposed Commencement Fee and Student Service Charge as presented.

BD/11-12/274 Board Minutes of 1 September 2011 - Amendment

The Board noted and approved the following amendment to Minutes: BD/11-12/003 Annual Office: The footnote, 'To exercise the function of director of Strategic Innovation' to be associated with the Bursar.

BD/11-12/275 Higher Degrees

The Board noted Higher Degrees, approved by the sub-committee of Board and Council on 16 May 2012.

BD/11-12/276 Sealings

The Board noted Sealings, as circulated and attached as Appendix 1 to this minute.

BD/11-12/277 Prizes and Other Awards -School of Pharmacy and Pharmaceutical Sciences

The Board noted and approved a memorandum from the Director of Teaching and Learning (Undergraduate), circulated, dated 24 April 2012.

BD/11-12/278 Science Gallery International - Proposal to establish Gallery with King's College London.

The Board noted and approved a memorandum dated 23 May 2012 from the Company Secretary, Science Gallery International.

BD/11-12/279 Deanship of Arts, Humanities and Social Sciences 2012-2014

The Board noted that Professor J Wickham had been elected as Dean of the Faculty of Arts, Humanities and Social Sciences.

BD/11-12/280 College Safety Committee - Annual Report 2010-2011

The Board noted the annual report of the College Safety Committee, 2010-2011, as circulated.

SECTION D

In compliance with the Data Protection Acts this information is restricted.

Signed:

Date:

Sealings

15 March 2012

Enterprise Ireland

Portion of Suite 728, Shanghai Centre, 1376 Nan Jing Xi Road, Shanghai 20040, China

The Seal of the College was put in duplicate Agreement for Licence Agreement between the Provost, Fellows, Foundation Scholars, and the other members of the Board, of the College of the Holy and Undivided Trinity of Queen Elizabeth near Dublin and Enterprise Ireland for the lease of portion of Suite 728, Shanghai Centre, 1376 Nan Jing Xi Road, Shanghai 20040, China.

16 March 2012

**Public Works Contract - Provision of a new Design/Build/Operate Green Data Centre
Future Tech, Eastheath House, Eastheath Avenue, Wokingham, Berkshire, RG41 2PR**

The Seal of the College was put in duplicate to a contract for the designing, building and operation of a Green Data Centre between the Provost, Fellows, Foundation Scholars, and the other members of the Board, of the College of the Holy and Undivided Trinity of Queen Elizabeth near Dublin and Future Tech.

27 March 2012

**Cairdeas Foods Ltd, Gormanston Meadows, Stamullen, Co Meath
Lease, Licence and Memorandum of Rent Review**

The Seal of the College was put in duplicate to a Lease, Licence and Memorandum of Rent Review between the Provost, Fellows, Foundation Scholars, and the other members of the Board, of the College of the Holy and Undivided Trinity of Queen Elizabeth near Dublin and Cairdeas Foods Ltd, Gormanston Meadows, Stamullen, Co Meath for the provision of catering services to the Science Gallery.